



Fleet Bank

Corporate Trust Department

August 2, 1996

Secretary
Surface Transportation Board
12th Street at Constitution Avenue
Room 2303
Attn: Mr. Vernon Williams
Washington, D.C. 20423

14398-D
AUG 2 1996

Re: Notice of Name Change

Ladies and Gentlemen:

Notice is hereby given that on April 1, 1996, Fleet National Bank of Connecticut changed its name to Fleet National Bank. This change of name resulted from the consolidation by Fleet Financial Group, Inc., the parent company of Fleet National Bank of Connecticut, of several of its national bank subsidiaries into the charter of Fleet National Bank of Connecticut. The consolidated bank is named "Fleet National Bank." Enclosed with this letter is a Certificate issued by the Comptroller of the Currency evidencing the name change.

Fleet National Bank acts as owner trustee in several rolling stock lease transactions where certain of the financing instruments are filed with the Surface Transportation Board. Please amend your records with respect to the following filings to reflect the name change to Fleet National Bank:

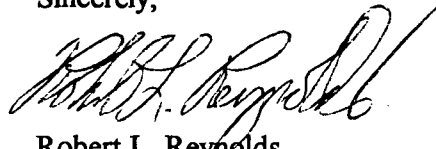
| <u>TRANSACTION</u> | <u>RECORDATION DATA</u> | <u>INITIAL FILING DATE</u> |
|---|-------------------------|--------------------------------|
| Tri-State Generation Transmission Association, Inc. Lease of 55 Open-Top, Four Hopper Auto-Bottom Dump Cars | 14398, -A through -C | 8/10/84 |

Secretary
Surface Transportation Board
August 2, 1996
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I have enclosed two copies of this letter. Please file-stamp a copy for my records and return it to our counsel, Shipman & Goodwin, in the enclosed stamped envelope. Please refer any questions you may have to Ms. Anne Littlefield of Shipman & Goodwin, One American Row, Hartford, Connecticut 06103. Her phone number is (860) 251-5715.

Thank you for your assistance.

Sincerely,

A handwritten signature in black ink, appearing to read "R. L. Reynolds", with a large, sweeping flourish extending from the end of the signature.

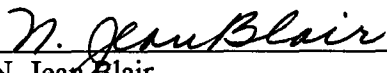
Robert L. Reynolds
Vice-President

29429_1C.DOC



CERTIFICATION

I, N. Jean Blair, hereby certify that the attached is a true and correct copy of the original, signed on August 2, 1996, by Robert L. Reynolds, Vice President of Fleet National Bank.



N. Jean Blair
Notary Public

My Commission expires March 31, 1998.

29429_1C.DOC




Comptroller of the Currency
Administrator of National Banks

Washington, D.C. 20219

CERTIFICATE

I, Eugene A. Ludwig, Comptroller of the Currency, do hereby certify that the document hereto attached is a true and complete copy evidencing the Merger of the attached listed banks with and into "Fleet National Bank of Connecticut", Springfield, Massachusetts, effective as of April 1, 1996. The resulting bank title is "Fleet National Bank" Charter Number 1338.

IN TESTIMONY WHEREOF, I have hereunto
subscribed my name and caused the seal
of the Comptroller of the Currency to
be affixed to these presents at the
Treasury Department, in the City of
Washington and District of Columbia,
this 24th day of May, 1996.



Comptroller of the Currency



Comptroller of the Currency
Administrator of National Banks

Multinational Banking
250 E Street, S.W.
Washington, D.C. 20218
(202) 874-4610

March 30, 1996

Mr. Theodore P. Augustinos
Edwards & Angell
750 Main Street
Hartford, Connecticut 06103

Dear Mr. Augustinos:

This letter is the official certification of the Comptroller of the Currency for the merger of the following banks into and under the charter of Fleet National Bank of Connecticut, Springfield, Massachusetts, Charter Nr. 1338, and with the resulting title of Fleet National Bank, which shall be effective April 1, 1996.

Fleet Bank, N.A., Springfield, Massachusetts, Charter Nr. 22435
Fleet Bank of Massachusetts, N.A., Boston, Massachusetts, Charter Nr. 18677
Fleet National Bank of Massachusetts, Boston, Massachusetts, Charter Nr. 15509
Fleet National Bank, Attleboro, Massachusetts, Charter Nr. 1302

This letter also serves as the official authorization for Fleet National Bank, Springfield, Massachusetts, Charter Nr. 1338, to operate certain of the former head offices of the merging banks as branches of the resulting bank at the following locations:

Popular Name : Park Street Branch
Certificate Nr. : 101761A
Address : 16 Park Street
Attleboro, Massachusetts

Popular Name : State Street Branch
Certificate Nr. : 101762A
Address : 75 State Street
Boston, Massachusetts

Popular Name : Federal Street Branch
Certificate Nr. : 101763A
Address : One Federal Street
Boston, Massachusetts

Page 2 of 2
Merger Certification
Application Control Nr. 96-ML-02-003

Branch authorizations previously granted to merging banks automatically convey to the resulting bank and will not be reissued. Please furnish a copy of this certificate to personnel responsible for branch administration.

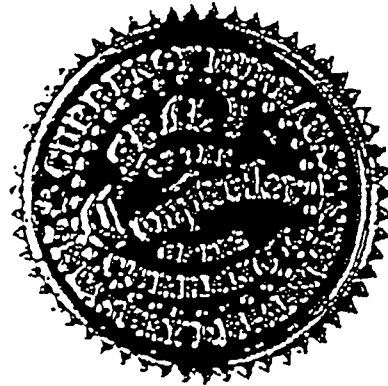
In the event of questions, please contact Licensing Manager Richard T. Erb at (202) 874-4610.

Sincerely,



Ralph E. Sharpe
Deputy Comptroller

Charter Nr. 1338
Control Nr. 96-ML-02-003





Comptroller of the Currency
Administrator of National Banks

Multinational Banking
250 E Street, S.W.
Washington, D.C. 20218
(202) 874-4810

March 30, 1996

Mr. Theodore P. Augustinos
Edwards & Angell
750 Main Street
Hartford, Connecticut 06103

Dear Mr. Augustinos:

This letter is the official certification of the Comptroller of the Currency given to Fleet National Bank of Connecticut, Charter Nr. 1338, to change the location of its head office from 777 Main Street, Hartford, Connecticut to One Monarch Place, Springfield, Massachusetts, effective April 1, 1996.

This letter also serves to certify that the Comptroller of the Currency has authorized Fleet National Bank of Connecticut, Charter Nr. 1338, to establish a branch at the former head office site effective April 1, 1996.

Popular Name : Main Street Branch
Certificate Nr. : 100485A
Address : 777 Main Street
Hartford Connecticut

A copy of this letter should be furnished to bank personnel responsible for branch administration. In the event of questions, please contact Licensing Manager Richard T. Erb at (202) 874-4610.

Sincerely,

Ralph E. Sharpe
Deputy Comptroller

96-ML-07-005
96-ML-05-013